

**EXHIBIT B**  
**ORRICK, HERRINGTON & SUTCLIFFE LLP**  
**FEE APPLICATION FOR THE TIME PERIOD**  
**MARCH 1-31, 2006**

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE**

In re:	)	
	)	<b>Chapter 11</b>
W.R. GRACE & CO., <u>et al.</u>	)	
	)	<b>Case No. 01-1139 (JKF)</b>
Debtors.	)	
	)	<b>Objection Deadline: June 26, 2006 at 4:00 p.m.</b>
	)	<b>Hearing: Schedule if Necessary (Negative Notice)</b>

**NOTICE OF FILING OF  
SECOND MONTHLY INTERIM APPLICATION OF  
ORRICK, HERRINGTON & SUTCLIFFE LLP, COUNSEL TO  
DAVID T. AUSTERN, FUTURE CLAIMANTS' REPRESENTATIVE**

TO: (1) The Debtors; (2) Counsel to the Debtors; (3) The Office of the United States Trustee; (4) Counsel to the Official Committee of Asbestos personal Injury Claimant; (5) Counsel to the Official Committee of Asbestos Property Damage Claimants; (6) Counsel to the Official Committee of Equity Holders; and (7) Counsel to the Debtors-in-Possession Lender; and (8) the Fee Auditor

Orrick, Herrington & Sutcliffe LLP, counsel to David T. Austern, Future Claimants' Representative (the "FCR"), has filed and served its Second Monthly Application of Orrick, Herrington & Sutcliffe LLP for Compensation for Services Rendered and Reimbursement of Expenses as counsel to the FCR for the time period March 1, 2006 through March 31, 2006, seeking payment of fees in the amount of \$93,813.00 (80% of \$117,266.25) and expenses in the amount of \$7,501.32, for a total amount of \$101,314.32 (the "Application").

This Application is submitted pursuant to this Court's Administrative Order Under 11 U.S.C. Sections 105(a) and 331 Establishing Procedures for Interim Compensation and Reimbursement of Expenses for Professionals and Official Committee Members entered on March 17, 2003 (the "Administrative Order").

Objections or responses to the Application, if any, must be made in writing and filed with the United States Bankruptcy Court for the District of Delaware, Marine Midland Plaza, 824 Market Street, Fifth Floor, Wilmington, DE 19801, on or before **June 26, 2006 at 4:00 p.m., Eastern Time.**

At the same time you must also serve a copy of the objections or responses, if any, upon the following: (i) co-counsel to David T. Austern, FCR, Roger Frankel, Esquire and Richard H. Wyron, Esquire, Orrick, Herrington & Sutcliffe LLP, 3050 K Street, NW, Washington, DC 20007 and John C. Phillips, Esquire, Phillips, Goldman & Spence, P.A., 1200 North Broom Street, Wilmington, DE 19806; (ii) co-counsel for the Debtors, David M. Bernick, Esquire, Kirkland & Ellis LLP, 200 East Randolph Drive, Chicago, IL 60601 and Laura Davis Jones, Esquire, Pachulski, Stang, Ziehl, Young & Jones, P.C., 919 North Market Street, Suite 1600, P.O. Box 8705, Wilmington, DE 19899-8705; (iii) co-counsel to the Official Committee of Unsecured Creditors, Lewis Kruger, Esquire, Stroock & Stroock & Lavan LLP, 180 Maiden Lane, New York, NY 10038-4982 and Michael R. Lastowski, Esquire, Duane Morris, LLP, 1100 N. Market Street, Suite 1200, Wilmington, DE 19801-1246; (iv) co-counsel to the Official Committee of Asbestos Property Damage Claimants, Scott L. Baena, Esquire, Blizin, Sumberg, Dunn, Baena, Price & Axelrod, First Union Financial Center, 200 South Biscayne Boulevard, Suite 2500, Miami, FL 33131 and Michael B. Joseph, Esquire, Ferry & Joseph, P.A., 824 Market Street, Suite 904, P.O. Box 1351, Wilmington, DE 19899; (v) co-counsel to the Official Committee of Asbestos Personal Injury Claimants, Elihu Inselbuch, Esquire, Caplin & Drysdale, 399 Park Avenue, 36<sup>th</sup> Floor, New York, NY 10022 and Mark Hurford, Esquire, Campbell &

Levine, LLC, Chase Manhattan Centre, 15<sup>th</sup> Floor, 1201 Market Street, Suite 1500, Wilmington, DE 19801; (vi) co-counsel to the DIP Lender, J. Douglas Bacon, Esquire, Latham & Watkins, Sears Tower, Suite 5800, Chicago, IL 60606 and Steven M. Yoder, Esquire, The Bayard Firm, 222 Delaware Avenue, Suite 900, P.O. Box 25130, Wilmington, DE 19899; (vii) counsel to the Official Committee of Equity Holders, Thomas Moers Mayer, Esquire, Kramer Levin Naftalis & Frankel LLP, 919 Third Avenue, New York, NY 10022; (viii) the Office of the United States Trustee, ATTN: Frank J. Perch, Esquire, 844 N. King Street, Wilmington, DE 19801; and (ix) the Fee Auditor, Warren H. Smith, Warren H. Smith and Associates, Republic Center, 325 N. St. Paul, Suite 4080, Dallas, TX 75201.

Any questions regarding this Notice or attachments may be directed to undersigned counsel.

ORRICK, HERRINGTON & SUTCLIFFE LLP

Dated: June 2, 2006

By: 

Roger Frankel, admitted *pro hac vice*  
Richard H. Wyron, admitted *pro hac vice*  
The Washington Harbour  
3050 K Street, NW  
Washington, DC 20007  
(202) 339-8400  
Co-Counsel to David T. Austern, Future Claimants  
Representative

—and—

PHILLIPS, GOLDMAN & SPENCE, P.A.  
John C. Phillips, Jr. (#110)  
1200 North Broom Street  
Wilmington, DE 19806  
(302) 655-4200  
(302) 655-4210 (fax)  
Co-Counsel to David T. Austern, Future Claimants  
Representative

IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE

In re:	)	Chapter 11
W.R. GRACE & CO., <u>et al.</u>	)	Case No. 01-1139 (JKF)
Debtors.	)	Objection Deadline: June 26, 2006 at 4:00p.m.
	)	Hearing: Schedule if Necessary (Negative Notice)

COVER SHEET TO SECOND MONTHLY INTERIM APPLICATION OF  
ORRICK, HERRINGTON & SUTCLIFFE LLP, BANKRUPTCY COUNSEL  
TO DAVID T. AUSTERN, FUTURE CLAIMANTS' REPRESENTATIVE, FOR  
COMPENSATION AND REIMBURSEMENT OF EXPENSES FOR THE PERIOD  
MARCH 1, 2006 THROUGH MARCH 31, 2006

Name of Applicant: Orrick, Herrington & Sutcliffe LLP ("Orrick")

Authorized to Provide Professional Services to: David T. Austern, Future Claimants' Representative (the "FCR")

Date of Retention: As of February 6, 2006 pursuant to Order entered by Court on May 8, 2006

Period for which compensation is sought: March 1, 2006 through March 31, 2006

Amount of Compensation (100%) sought as actual, reasonable, and necessary: \$117,266.25

80% of fees to be paid: \$93,813.00<sup>1</sup>

Amount of Expense Reimbursement sought as actual, reasonable and necessary: \$ 7,501.32

Total Fees @ 80% and 100% Expenses: \$101,314.32

This is an:      interim   X   monthly      final application.

<sup>1</sup> Pursuant to the Administrative Order entered March 17, 2003, absent timely objections, the Debtor is authorized and directed to pay 80% of fees and 100% expenses.

The total time expended for fee application preparation during this time period is 0.00 hours and the corresponding fees are \$0.00 and \$0.00 in expenses for Orrick's fee applications and 39.90 hours and \$7,182.50 in fees and no expenses for the FCR and/or his other professionals' fee applications. Any additional time spent for this matter will be requested in subsequent monthly interim applications.

This is Orrick's second interim fee application for the period March 1-31, 2006.

To date, Orrick has not received payments from the Debtors during this year.

**COMPENSATION SUMMARY**  
**MARCH 1-31, 2006**

<b><u>Name of Professional Person</u></b>	<b><u>Position of Applicant, No. of Years in Position, Prior Relevant Experience, Yr. Obtained License to Practice, Area of Expertise</u></b>	<b><u>Hourly Billing Rate</u></b>	<b><u>Total Billed Hours</u></b>	<b><u>Total Fees</u></b>
Stephen G. Foresta	Partner, 8 years in position; 17 years relevant experience; 1988, Litigation	\$675	1.20	\$810.00
Roger Frankel	Partner, 23 years in position; 35 years relevant experience; 1971, Bankruptcy	\$725	66.10	\$47,016.25 <sup>2</sup>
Robert F. Lawrence	Partner, 3 years in position; 20 years relevant experience; 1983, Environmental Law, Bankruptcy	\$600	4.50	\$2,700.00
Garret G. Rasmussen	Partner, 1.5 years in position; 32 years relevant experience; 1974, Litigation	\$645	2.00	\$1,290.00
Michael T. Stolper	Partner, 5 years in position; 13 years relevant experience; 1993, Insurance	\$585	2.00	\$1,170.00
Richard H. Wyron	Partner, 17 years in position; 27 years relevant experience; 1979, Bankruptcy	\$645	55.80	\$34,507.50 <sup>3</sup>
Mary A. Wallace	Of Counsel, 5 years in position; 17 years relevant experience; 1989, Corporate	\$500	11.00	\$5,500.00

<sup>2</sup> This amount reflects a reduction of \$906.25 for the 50% discount rate non-working travel.

<sup>3</sup> This amount reflects a reduction of \$1,483.50 for the 50% discount rate non-working travel.

**COMPENSATION SUMMARY, CONT'D**  
**MARCH 1-31, 2006**

<b><u>Name of Professional Person</u></b>	<b><u>Position of Applicant, No. of Years in Position, Prior Relevant Experience, Yr. Obtained License to Practice, Area of Expertise</u></b>	<b><u>Hourly Billing Rate</u></b>	<b><u>Total Billed Hours</u></b>	<b><u>Total Fees</u></b>
Debra L. Felder	Associate, 4 years in position; 4 years relevant experience; 2002, Bankruptcy	\$405	38.50	\$15,592.50
Rachael M. Barainca	Legal Assistant	\$140	41.30	\$5,782.00
Debra O. Fullem	Senior Legal Assistant	\$210	13.80	\$2,898.00
<b>Total</b>			<b>236.20</b>	<b>\$117,266.25</b>
<b>Blended Rate: \$496.47</b>				

**COMPENSATION BY PROJECT CATEGORY**  
**MARCH 1-31, 2006**

<b><u>Project Category</u></b>	<b><u>Total Hours</u></b>	<b><u>Total Fees</u></b>
Case Administration	7.60	\$1,104.50
Compensation of Professionals-Other	39.90	\$7,182.50
Litigation	62.70	\$35,105.50
Insurance	6.20	\$3,875.00
Due Diligence	4.50	\$2,700.00
Plan & Disclosure Statement	86.00	\$57,403.00
Retention of Professionals-Other	3.20	\$939.00
Retention of Professionals-Orrick	19.00	\$6,567.00
Travel Time (Non-Working)	7.10	\$2,389.75
<b>TOTAL</b>	<b>236.20</b>	<b>\$117,266.25</b>

**EXPENSE SUMMARY**  
**MARCH 1-31, 2006**

<b><u>Expense Category</u></b>	<b><u>Total</u></b>
Duplicating	\$3,008.95
Facsimile	\$5.00
Telephone	\$5.65
Postage	\$569.81
Westlaw Research	\$393.10
Hotel	\$1,598.02
Taxi	\$104.79
Parking	\$108.00
Meals	\$500.70
Airfare	\$1,207.30
<b>TOTAL</b>	<b>\$7,501.32</b>

Orrick's Client Charges and Disbursements Policy effective January 1, 2006, is as follows:

a. ***Duplicating*** -- It is Orrick's practice to charge all clients of the Firm for duplicating at the in-house rate of 20¢ per page; however, Orrick has reduced the duplicating cost to 15¢ per page in order to comply with the Local Rules of this Court. This charge includes the cost of maintaining the duplicating facilities and the actual cost involved with respect to the duplication.

b. ***Long Distance Telephone and Facsimile Charges*** -- Orrick charges clients for long distance telephone calls but not for local telephone calls. Necessary mobile phone usage is reimbursed to professionals submitting an appropriate bill. Out-going facsimile transmissions are charged at \$1.50 per page, plus any long-distance calling cost, and there is no charge for incoming facsimiles.

c. ***Messenger and Courier Service*** -- It is Orrick's practice to use Federal Express or similar express mail delivery and third-party messenger services only in exigent circumstances (i.e., when needed to meet a deadline or when a next-day response from the recipient was necessary or beneficial to the case) and only when less costly than other available alternatives.

d. ***Overtime*** -- It is Orrick's practice to allow professionals and paraprofessionals working more than 3 hours of overtime to charge a meal to the appropriate client at a meal charge limited to \$7.50 per professional. It is Orrick's practice to allow professionals and support staff to charge a car service or cab to the appropriate client when working at least 2 hours of overtime. Orrick endeavored not to incur overtime charges unless necessary to benefit the case and in certain exigent circumstances. Orrick utilized secretarial assistance in connection with monitoring and updating case dockets and downloading, circulating and printing of pleadings filed in the case. Thus, certain charges were incurred by secretaries for overtime. (Note: These charges are at rates less than that charged by Orrick paralegals or other professional staff who may have otherwise performed this type of work.)



e. ***Computerized Research*** – It is Orrick's practice to use computer-assisted legal research when it is efficient to do so. The charge to clients for Lexis and Westlaw are based on retail rates that do not include non-client specific volume discounts offered to Orrick. Use of fee based internet research services other than Lexis and Westlaw is charged at Orrick's cost. There is no separate charge for free internet research.

Respectfully submitted,

ORRICK, HERRINGTON & SUTCLIFFE LLP

Dated: June 2, 2006

By: 

Roger Frankel, admitted *pro hac vice*  
Richard H. Wyron, admitted *pro hac vice*  
The Washington Harbour  
3050 K Street, NW  
Washington, DC 20007  
(202) 339-8400  
Co-Counsel to David T. Austern, Future Claimants  
Representative

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE**

**In re:**

**W.R. GRACE & CO., et al.**

**Debtors.**

**Chapter 11**

**Case No. 01-1139 (JKF)**

**VERIFICATION**

**DISTRICT OF COLUMBIA, TO WIT:**


Roger Frankel, after being duly sworn according to law, deposes and says:

1. I am a partner of the applicant law firm Orrick, Herrington & Sutcliffe LLP ("Orrick") and have been admitted *pro hac vice* to appear in these cases.
2. I have personally performed many of the legal services rendered by Orrick as counsel to David T. Austern as Future Claimants' Representative ("FCR") and am familiar with the other work performed on behalf of the FCR by the lawyers, legal assistants, and other professionals of Orrick as set forth in the invoices attached as Exhibit A hereto.
3. I have reviewed the Application and the facts set forth therein are true and correct to the best of my knowledge, information and belief. I have reviewed the requirements of Local Rule 2016-2 and the Administrative Order as Amended dated April 17, 2002, and I believe the Application to be in compliance therewith.

  
Roger Frankel

**SWORN AND SUBSCRIBED TO BEFORE ME**

THIS 2nd DAY OF JUNE, 2006

  
Notary Public

My commission expires: 11-14-10

**EXHIBIT A**



ORRICK

David Austern, Futures Claims Representative for  
W.R. Grace & Co.  
c/o Claims Resolution Management Corp.  
3110 Fairview Park Drive, Suite 200  
Falls Church, VA 22042

April 15, 2006  
Client No. 17367  
Invoice No. 1009863

Orrick Contact: Roger Frankel

For Legal Services Rendered Through March 31, 2006 in Connection With:

**Matter: 2 - Case Administration**

03/01/06	R. Barainca	Update pleadings binders.	0.30
03/02/06	R. Barainca	Review Court docket; download documents and distribute.	0.20
03/02/06	R. Barainca	Update pleadings binders.	2.00
03/03/06	R. Barainca	Review Court docket; download documents and distribute.	0.30
03/06/06	R. Barainca	Review Court docket; download documents and distribute.	0.20
03/07/06	R. Barainca	Review Court docket; download documents and distribute.	0.20
03/07/06	D. Fullen	Review e-mail from R. Meade regarding service list; research system for same; e-mail service list to R. Meade.	0.20
03/08/06	R. Barainca	Review Court docket; download documents and distribute.	0.20
03/09/06	R. Barainca	Review Court docket; download documents and distribute.	0.20
03/10/06	R. Barainca	Review Court docket; download documents and distribute.	0.30
03/13/06	R. Barainca	Review Court docket; download documents and distribute.	0.20
03/13/06	D. Felder	Review docket regarding recently filed pleadings.	0.10
03/14/06	R. Barainca	Review Court docket; download documents and distribute.	0.20
03/15/06	R. Barainca	Review Court docket; download documents and distribute.	0.30
03/16/06	R. Barainca	Review Court docket; download documents and distribute.	0.20
03/17/06	R. Barainca	Review Court docket; download documents and distribute.	0.20
03/20/06	R. Barainca	Review Court docket; download documents and distribute.	0.20
03/21/06	R. Barainca	Review Court docket; download documents and distribute.	0.30
03/22/06	R. Barainca	Review Court docket; download documents and distribute.	0.20
03/23/06	R. Barainca	Review Court docket; download documents and distribute.	0.30
03/24/06	R. Barainca	Review Court docket; download documents and distribute.	0.30
03/27/06	R. Barainca	Review Court docket; download documents and distribute.	0.20
03/28/06	R. Barainca	Review Court docket; download documents and distribute.	0.20
03/29/06	R. Barainca	Review Court docket; download documents and distribute.	0.20
03/30/06	R. Barainca	Review Court docket; download documents and distribute.	0.20
03/31/06	R. Barainca	Review Court docket; download documents and distribute.	0.20

Total Hours

7.60

Total For Services

\$1,104.50



ORRICK

David Austern, Futures Claims Representative for W.R. Grace & Co. -  
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April 15, 2006  
 Invoice No. 1009863

<u>Timekeeper Summary</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Rachael Barainca	7.30	140.00	1,022.00
Debra Felder	0.10	405.00	40.50
Debra O. Fullem	0.20	210.00	42.00
<b>Total All Timekeepers</b>	<b>7.60</b>	<b>\$145.33</b>	<b>\$1,104.50</b>

## Disbursements

Duplicating Expense  
 Facsimile  
 Telephone

2.20

3.00

0.40

Total Disbursements

\$5.60

**Total For This Matter****\$1,110.10**



David Austern, Futures Claims Representative for W.R. Grace & Co. -  
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April 15, 2006  
Invoice No. 1009863

For Legal Services Rendered Through March 31, 2006 in Connection With:

**Matter: 5 - Due Dilligence**

03/12/06	R. Lawrence	Review stipulations and background summary regarding CHL environmental claims settlement (.8); prepare written list of issues, questions and advice for client regarding concerns about amount and necessity for settlement (1.0).	1.80
03/15/06	R. Lawrence	Review questions posed by committee to debtor in connection with proposed environmental settlement of CHL claims (.3); provide advice to R. Wyron regarding scope of our review and memo and review followup message from debtor's counsel (.1).	0.40
03/20/06	R. Lawrence	Review responses from debtor regarding CHL settlement (.2); prepare summary of comments and advice to R. Wyron regarding same (.3).	0.50
03/21/06	R. Lawrence	Review research on background issues relating to site contamination (.2); prepare written summary of new information for R. Wyron (.1).	0.30
03/23/06	R. Lawrence	Review revised Stipulation Agreement prepared by debtor's counsel (.3); discuss Stipulated Agreement with R. Wyron to identify best process for providing comments and focus (.1); prepare comments on the Stipulated Agreement and list of issues for note to R. Wyron and debtor's counsel (.3).	0.70
03/24/06	R. Lawrence	Read message from Grace's counsel and provide list of questions for review (.3).	0.30
03/29/06	R. Lawrence	Discuss responses to questions on CHL claim settlement proposal with S. Bianca (.3); prepare advice for R. Wyron regarding results of discussion (.2).	0.50

Total Hours 4.50

Total For Services \$2,700.00

<u>Timekeeper Summary</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Robert F. Lawrence	4.50	600.00	2,700.00
Total All Timekeepers	4.50	\$600.00	\$2,700.00



David Austern, Futures Claims Representative for W.R. Grace & Co. -  
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**Total For This Matter**

**\$2,700.00**



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Invoice No. 1009863

For Legal Services Rendered Through March 31, 2006 in Connection With:

**Matter: 7 - Insurance Matters**

03/23/06	R. Frankel	Telephone conference with S. Foresta re insurance coverage issues; confer with R. Wyron re same.	0.40
03/31/06	D. Felder	Review docket regarding insurance settlement agreements and telephone conference with R. Meade regarding same (.2); conference call with R. Frankel and insurance team and email regarding same (.3).	0.50
03/31/06	M. Stolper	Call with R. Frankel and S. Foresta regarding insurance coverage issues (.6); review Grace bankruptcy docket and Grace insurance coverage related cases (1.4).	2.00
03/31/06	R. Wyron	Review proposed Equitas settlement and e-mails regarding same (1.2); call to D. Felder on insurance call with litigation team, and follow-up (.3).	1.50
03/31/06	S. Foresta	Telephone conference with R. Frankel, D. Felder, M. Stolper to discuss insurance issues in Grace bankruptcy; begin review and analysis of Equitas/Grace settlement agreement.	1.20
03/31/06	R. Frankel	Review issues re proposed Equitas settlement; telephone conference with S. Foresta, M. Stolper re case issues, Equitas settlement.	0.60

Total Hours 6.20

Total For Services \$3,875.00

<u>Timekeeper Summary</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Debra Felder	0.50	405.00	202.50
Stephen G. Foresta	1.20	675.00	810.00
Roger Frankel	1.00	725.00	725.00
Michael T. Stolper	2.00	585.00	1,170.00
Richard H. Wyron	1.50	645.00	967.50
<b>Total All Timekeepers</b>	<b>6.20</b>	<b>\$625.00</b>	<b>\$3,875.00</b>

**Disbursements**

Duplicating Expense 209.85

Total Disbursements \$209.85





**ORRICK**

**David Austern, Futures Claims Representative for W.R. Grace & Co. -  
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**April 15, 2006  
Invoice No. 1009863**

**Total For This Matter**

**\$4,084.85**



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For Legal Services Rendered Through March 31, 2006 in Connection With:

**Matter: 8 - Litigation**

03/01/06	D. Felder	Review docket and numerous recently filed motions (1.9); telephone conference with J. Liesemer regarding discovery and Grace's historical claims database (.1); e-mail correspondence to L. Weiss regarding estimation and amended case management order regarding asbestos personal injury claims (.1); review Debtors' draft revised case management order regarding asbestos personal injury claims (.5).	2.60
03/01/06	R. Wyron	Review e-mails regarding discussion items for 3/2 call and organize notes (.7); review mediator order (.4); review e-mails regarding selection of mediator (.3).	1.40
03/02/06	D. Felder	Telephone conference with Debtors' counsel, Grace employees, counsel for the PI Committee and Equity Committee and others regarding Grace's historical claims database.	1.10
03/02/06	R. Wyron	Review issues for database call (.6); participate in call on status of database and Tillinghast questions, and follow-up notes (1.3); review mediator order as revised (.3); review mediator correspondence (.3).	2.50
03/02/06	R. Frankel	Confer with R. Wyron re estimation litigation; notes re same.	0.60
03/02/06	R. Frankel	Review e-mails re mediator restrictions, order appointing mediator.	0.50
03/03/06	D. Felder	Review expert stipulation for estimation hearing (.3); review Debtors' draft revised case management order (.5).	0.80
03/03/06	R. Frankel	Review revised order re mediator (.3); series of e-mails re same (.2).	0.50
03/03/06	R. Frankel	Telephone conference with D. Austern re selection of J. Pointer as mediator.	0.30

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03/06/06	D. Felder	Review draft revised case management order for PI estimation (.1); review certification of counsel and proposed order regarding PI CMO and exclusivity and various other recently filed pleadings (1.0); e-mail to J. Biggs regarding draft revised CMO (.1); review Debtors' motion to extend and modify DIP financing, motion to amend Credit Agreement with Advanced Refining Technologies, motion authorizing settlement with the Port Authority of New York and New Jersey, motion to seek discovery from Dr. Alan Whitehouse, Libby Claimants' motion for payment of certain expenses in connection with claims estimation and plan process, motion to expand scope of Latham & Watkins employment as special counsel, and application to employ Bowe & Femicola as special New Jersey real estate counsel (4.5).	5.70
03/06/06	R. Wyron	Review draft CMO and e-mail from J. Biggs.	0.60
03/07/06	D. Felder	Review Debtors' notices of deposition of Doctors Coulter, Gaziano, Lucas, Mitchell, Schonfeld and Segarra (.3); conference with R. Wyron regarding draft revised CMO and CMS database issues (.2); review draft revised CMO and email to N. Finch and J. Liesemer regarding same (.2); review email from J. Biggs regarding CMS database issues (.1); review spreadsheets from J. Biggs and notes and prepare email regarding same (.8).	1.60
03/07/06	R. Wyron	Review CMO and comments (.4); provide comments on CMO to D. Felder and follow-up (.3); review e-mails on CMO comments (.3); call with L. Strauch-Weiss regarding litigation strategy and follow-up notes (.8); review D. Felder memorandum on pending motions (.3).	2.10
03/07/06	R. Frankel	Review e-mails re mediator, participation in mediation, meetings before mediation.	0.60
03/07/06	R. Frankel	Review estimation issues in preparation for call with L. Strauch Weiss; telephone conference with R. Wyron, L. Strauch Weiss re estimation litigation.	0.80
03/08/06	D. Felder	Review exhibits to Debtors' motion to seek discovery from Dr. Alan Whitehouse and other motions for March 27 omnibus hearing.	1.80
03/08/06	R. Wyron	Call with B. Harding regarding Libby fees motion and discovery (.4); confer with R. Frankel regarding strategy and follow-up notes (.4)	0.80
03/08/06	R. Frankel	Series of e-mails re mediation, meetings in NY (.4); confer with R. Wyron in preparation for meeting with D. Austern, mediation (.4).	0.80



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David Austern, Futures Claims Representative for W.R. Grace & Co. -  
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03/09/06	D. Felder	Telephonic participation in Dr. Walter Allan Oaks deposition.	6.30
03/09/06	R. Wyron	Review revised CMO (.2); review proposed environmental settlement (CHL) (.3).	0.50
03/09/06	R. Frankel	Confer with D. Austern, J. Radecki, R. Wyron re solvency analysis, preparation for mediation (1.3); telephone conference with Judge Pointer (.6).	1.90
03/10/06	D. Felder	Review order extending exclusive periods and appointing plan mediator (.2); review Swidler's motion to withdraw and application to employ Orrick (.3).	0.50
03/10/06	R. Frankel	Review letter from counsel for debtor re mediation (.2); review issues re Libby claimants (.2); review letter forwarded by U.S. Trustee re same (.5).	0.90
03/11/06	R. Frankel	Review issues re Libby claimants, letter from Cohn re special Libby committee, series of e-mails re same.	0.60
03/12/06	R. Frankel	Review Libby motion to pay fees, Grace motion to seek discovery of Whitehouse, Grace brief re stay of matter v. Montana.	1.30
03/12/06	R. Frankel	Review client memo re Libby claims, notes re same.	0.70
03/13/06	R. Wyron	Confer with Orrick litigators on estimation process and follow-up (.6); review e-mails on potential environmental settlement (.3.)	0.90
03/13/06	R. Frankel	Telephone conference with D. Austern re Libby memo, response to US Trustee.	0.40
03/13/06	R. Frankel	Review with R. Wyron issues re Libby claimants, response to U.S. Trustee.	0.40
03/14/06	D. Felder	Review docket and Libby Claimants' motion for payment of fees relating to estimation and plan process.	0.20
03/14/06	G. Rasmussen	Conference with R. Frankel and R. Wyron on evaluation of claims matter; preparation of memo setting forth issues that we will need to explore.	2.00
03/14/06	R. Wyron	Organize materials for meeting with litigation team (.6); meet with G. Rasmussen regarding estimation proceedings, and follow-up (1.1); draft letter to US Trustee re Libby committee request (.3).	2.00
03/14/06	R. Frankel	Confer with G. Rasmussen, R. Wyron re estimation proceeding, strategy; confer with D. Felder re same.	1.10
03/15/06	R. Wyron	Review response from B. Lawrence on proposed CML stipulation.	0.20
03/17/06	D. Felder	Review docket and US Trustee's objection to Libby's motion for payment of fees (.4); review Unsecured Creditors' Committee's objection to same (.3); review PI Committee's objection to same (.3).	1.00
03/17/06	R. Wyron	Finalize letter to US Trustee re Libby Committee.	0.30



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03/18/06	R. Frankel	Review D. Austern memo re Libby; e-mail D. Austern re same.	0.70
03/20/06	D. Felder	Review Debtors' status report regarding PI questionnaires and agenda for omnibus hearing on March 27 (.3); prepare summary email to R. Frankel and R. Wyron regarding same (.7).	1.00
03/21/06	D. Felder	Telephone conference with D. Austern regarding Debtors' reply to Libby's motion for payment of fees.	0.10
03/21/06	R. Frankel	Review Grace status report, exhibits, summary of same (.7); review agenda re 3/27 hearing and review with D. Felder (.2.)	0.90
03/22/06	D. Felder	Review daily docket circulation and recently filed pleadings.	0.30
03/22/06	R. Wyron	Review correspondence from US Trustee on Libby request, and follow-up e-mails.	0.30
03/22/06	R. Frankel	Telephone conference with T. Freedman re status; notes re same.	0.30
03/23/06	R. Wyron	Review proposed CHL settlement correspondence (.3); review pleadings and open items for 3/27 hearing (.4).	0.70
03/24/06	D. Felder	Review recently filed pleadings.	0.50
03/24/06	R. Wyron	Review e-mails and hearing agenda (.3); review e-mails on CHL stipulation (.2).	0.50
03/27/06	D. Felder	Telephonic participation in omnibus hearing (1.2); prepare summary e-mail to R. Wyron regarding same (.1).	1.30
03/27/06	R. Wyron	Review agenda and e-mails regarding hearing.	0.60
03/27/06	R. Frankel	Review file in preparation for hearing; attend hearing by telephone conference.	0.70
03/27/06	R. Frankel	Attend hearing by telephone conference on status report, questionnaire, etc.; review e-mail re same.	1.40
03/27/06	R. Frankel	Telephone conference with D. Bernick re Libby issues; prepare notes re same.	0.30
03/28/06	R. Frankel	Review materials re Libby claimants, discovery of Dr. Whitehead, related pleadings.	2.20
03/29/06	D. Felder	Telephone conference with R. Wyron regarding restitution.	0.10
03/29/06	D. Felder	Review daily docket and recently filed pleadings.	0.30
03/29/06	R. Wyron	Review e-mails regarding scheduling and status of questionnaire responses, and follow-up.	0.40
03/29/06	R. Frankel	Review with R. Wyron issues re Libby claimants, discovery, April 17 hearing; notes re same.	0.60
03/30/06	D. Felder	Research regarding restitution.	3.00
03/31/06	D. Felder	Telephone conference with J. Biggs regarding PI estimation.	0.20

Total Hours

62.70



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**Total For Services**

**\$35,105.50**

<u>Timekeeper Summary</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Debra Felder	28.40	405.00	11,502.00
Roger Frankel	18.50	725.00	13,412.50
Garret G. Rasmussen	2.00	645.00	1,290.00
Richard H. Wyron	13.80	645.00	8,901.00
<b>Total All Timekeepers</b>	<b>62.70</b>	<b>\$559.90</b>	<b>\$35,105.50</b>

**Disbursements**

Duplicating Expense	2,796.30
Facsimile	2.00
Postage	564.80
Westlaw Research	393.10
<b>Total Disbursements</b>	

**\$3,756.20**

**Total For This Matter**

**\$38,861.70**



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**Matter: 9 - Plan & Disclosure Statement**

03/01/06	R. Wyron	Confer with Caplin and financial advisors on plan issues, and follow-up notes (1.9); confer with financial advisors and R. Frankel, and follow-up (.6).	2.50
03/01/06	R. Frankel	Confer with Messrs. Inselbuch, Lockwood, Wyron, Radecki, Tersigni and others re plan financial issues.	2.70
03/01/06	R. Frankel	Confer with R. Wyron in preparation for meeting at Caplin & Drysdale; prepare for meeting and review file.	0.90
03/01/06	R. Frankel	Review proposed order for mediation from J. Baer, series of e-mails re same.	0.60
03/01/06	R. Frankel	Review Piper Jaffray presentation during travel to DC, review possible plan scenarios (.8); travel to DC (working) (1.0).	1.80
03/05/06	R. Frankel	Series of e-mails with P. Lockwood re next steps, strategy.	0.60
03/06/06	R. Wyron	Call with Plan Mediator and follow-up notes (.9); call with D. Austern and R. Frankel regarding further meetings (.4).	1.30
03/06/06	R. Frankel	Series of e-mails re appointment of J. Pointer as mediator, initial call; prepare for telephone conference.	0.70
03/06/06	R. Frankel	Telephone conference with J. Pointer re mediation (.5); telephone conference with D. Austern re same (.3).	0.80
03/06/06	R. Frankel	Review J. Pointer affidavit; review series of e-mails re J. Pointer, associate; review revised order of appointment.	0.60
03/08/06	R. Frankel	Confer with R. Wyron re status; review e-mails re same.	0.50
03/09/06	R. Wyron	Meet with Piper Jaffray to prepare for meeting with D. Austern (.4); meet with D. Austern and Piper Jaffray on plan issues, and follow-up notes (1.3).	1.70
03/10/06	R. Wyron	Review correspondence on mediation structure and timing.	0.40
03/10/06	R. Frankel	Telephone conference with J. Radecki re environmental issues; e-mails re Judge Pointer mediation.	0.60
03/11/06	R. Frankel	Review file in preparation for mediation.	0.40
03/13/06	R. Wyron	Prepare and organize notes for 3/15 to 3/17 meetings.	1.40
03/13/06	R. Frankel	Review file in preparation for mediation; review E. Inselbuch letter; review AP article from client.	1.70
03/14/06	R. Frankel	Review Piper Jaffray presentation, prepare notes for mediation.	1.60
03/14/06	R. Frankel	Telephone conference with D. Austern re mediation; notes re same.	0.40



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03/15/06	R. Wyron	Prepare outline for meeting with E. Inselbuch and follow-up notes (1.3); meet with E. Inselbuch and follow-up notes (1.3); prepare notes for mediator (.6).	2.30
03/15/06	R. Frankel	Review file in preparation for meetings during travel to NY.	1.60
03/15/06	R. Frankel	Confer with E. Inselbuch re mediation, various plan scenarios.	2.30
03/15/06	R. Frankel	Confer with R. Wyron in preparation for mediation.	1.00
03/16/06	R. Wyron	Prepare for mediation session, and meet with R. Frankel (.8); participate in mediation session and follow-up separate meetings (8.2); confer with D. Austern regarding strategy and follow-up notes (.8); review pleadings on Libby motion regarding fees (.3).	10.10
03/16/06	R. Frankel	Review file in preparation for mediation (.5); confer with R. Wyron prior to mediation (.7).	1.20
03/16/06	R. Frankel	Attend mediation at Kirkland (NY).	8.80
03/16/06	R. Frankel	Confer with D. Austern, R. Wyron re mediation.	1.40
03/17/06	R. Wyron	Strategy discussion before mediation session (.6); participate in mediation session (3.8); follow-up notes and strategy discussion (.5).	4.90
03/17/06	R. Frankel	Confer with R. Wyron in preparation for second mediation session.	0.90
03/17/06	R. Frankel	Attend mediation session at Kirkland (4.5); notes re same (.3).	4.80
03/17/06	R. Frankel	Review file post mediation during travel to DC.	0.40
03/21/06	R. Wyron	Review notes to prepare for next mediation session.	0.50
03/22/06	R. Wyron	Review materials for mediation session (.3); confer with R. Frankel on strategy (.2); call with J. Radecki regarding financial issues (.3); participate in mediation session, and follow-up notes (3.6).	4.40
03/22/06	R. Frankel	Review file in preparation for resumption of mediation.	0.70
03/22/06	R. Frankel	Confer with J. Pointer and others for continued mediation with PD and PI committees at Caplin & Drysdale (DC).	3.90
03/23/06	M. Wallace	Discuss mediation status and negotiations with PD claimants with R. Wyron (.3); begin review of current Grace plan documents (4.0).	4.30
03/23/06	R. Wyron	Confer with R. Frankel on status and follow-up (.3); begin review of insurance data for PI/PD analysis (.6); respond to confidentiality agreement inquiry from debtors (.2).	1.10
03/23/06	R. Frankel	Review on Excel various scenarios for settlement with PD claimants, mediation outcomes.	1.80
03/23/06	R. Frankel	Telephone conference with J. Brownstein, J. Radecki re plan scenarios (.3); confer with R. Wyron re mediation status (.3).	0.60
03/24/06	M. Wallace	Continue review of plan provisions (2.9).	2.90





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03/24/06	R. Wyron	Call with Piper Jaffray on plan issues.	0.30
03/27/06	M. Wallace	Continue review of plan provisions (3.8).	3.80
03/30/06	R. Frankel	Telephone conference with S. Bacna re mediation; notes re same.	0.30
03/30/06	R. Frankel	Telephone conference with J. Radecki re pension obligation issues.	0.30
03/30/06	R. Frankel	Telephone conference with E. Inselbuch re mediation.	0.20

Total Hours 86.00

Total For Services \$57,403.00

<u>Timekeeper Summary</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Roger Frankel	44.10	725.00	31,972.50
Mary A. Wallace	11.00	500.00	5,500.00
Richard H. Wyron	30.90	645.00	19,930.50
Total All Timekeepers	86.00	\$667.48	\$57,403.00

#### Disbursements

Hotel	1,598.02
Local Taxi Expense	89.70
Out of Town Business Meals	500.70
Parking Expense	108.00
Postage	0.39
Telephone	5.25
Travel Expense, Air Fare	636.88
Travel Expense, Local	15.09
Travel Expense, Out of Town	570.42
Total Disbursements	\$3,524.45

Total For This Matter \$60,927.45



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**Matter: 10 - Retention of Professionals - Other**

03/01/06	D. Felder	Review and finalize application to employ Piper Jaffray and J. Radecki declaration.	0.40
03/01/06	R. Wyron	Review final Piper Jaffray application.	0.30
03/06/06	D. Fullem	Prepare notice of motion to withdraw Swidler.	0.20
03/09/06	D. Fullem	Coordinate filing of Swidler's Motion to Withdraw as Counsel to the Debtors.	0.20
03/09/06	D. Fullem	Forward Notice of Motion for Leave to Withdraw Swidler Berlin to C. Hartman.	0.10
03/09/06	D. Fullem	Forward Certificate of Service to Motion for Leave to Withdraw Swidler to C. Hartman.	0.10
03/09/06	D. Fullem	Prepare e-mail to C. Hartman regarding filing of Motion to Withdraw Swidler Berlin; review and reply to e-mails regarding same.	0.20
03/23/06	D. Fullem	Prepare Certificate of No Objection for Piper Jaffray employment; coordinate filing of same.	0.60
03/23/06	D. Fullem	Review and respond to e-mail from D. Felder regarding preparation of CNO for Piper Jaffray employment application.	0.10
03/29/06	D. Fullem	Review and respond to e-mail from D. Felder regarding CNO on Swidler's motion for leave to withdraw; prepare CNO on same.	0.40
03/31/06	D. Fullem	Review Swidler fee applications for January monthly and quarterly and provide comments to R. Barainca prior to filing.	0.30
03/31/06	D. Felder	Review engagement letter from Tillinghast and application and order to employ Tillinghast.	0.30

Total Hours 3.20

Total For Services \$939.00

<u>Timekeeper Summary</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Debra Felder	0.70	405.00	283.50
Debra O. Fullem	2.20	210.00	462.00
Richard H. Wyron	0.30	645.00	193.50
Total All Timekeepers	3.20	\$293.44	\$939.00



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Disbursements  
Postage

1.83

Total Disbursements

\$1.83

Total For This Matter

\$940.83



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**Matter: 11 - Compensation of Professionals - Other**

03/01/06	R. Barainca	Continue preparing Swidler's January Monthly Fee Application.	0.40
03/02/06	R. Barainca	Prepare Certificate of No Objection for CIBC's December 2005 Monthly Fee Application.	0.20
03/02/06	R. Barainca	Prepare Certificate of No Objection for Swidler's December 2005 Monthly Fee Application.	0.20
03/02/06	R. Barainca	Search docket for duplicate entries of CIBC Nineteenth Monthly.	0.50
03/02/06	R. Barainca	Discuss the duplicate entries of the CIBC Nineteenth Monthly entered on the docket with D. Fullern.	0.20
03/02/06	R. Barainca	Prepare Certificate of No Objection for CIBC's November 2005 Monthly Fee Application.	0.20
03/02/06	D. Fullern	Review e-mail from D. Klauder from US Trustee's office regarding Swidler's sixth quarterly fee statement (.2); review and respond to e-mails from R. Wyron and D. Felder regarding same (.4); prepare e-mail to D. Klauder regarding new firm and coordinate response with Swidler (.2).	0.80
03/02/06	R. Wyron	Review inquiry from UST on Swidler fees.	0.10
03/03/06	R. Barainca	Finalize Swidler's January Monthly and send to C. Hartman for filing.	1.00
03/03/06	R. Barainca	Finalize Certificate of No Objection for Swidler's December 2005 Monthly and send to C. Hartman for filing.	0.20
03/03/06	R. Barainca	Finalize Certificate of No Objection for CIBC's November 2005 Monthly and send to C. Hartman for filing.	0.20
03/03/06	D. Felder	Review fee auditor's final report of Swidler Berlin for 18th interim period.	0.10
03/06/06	R. Barainca	Prepare Seventh Quarterly Application for Compensation for Swidler regarding the period October 1-December 31, 2005.	2.80
03/06/06	R. Barainca	Prepare Eighth Quarterly Application for Compensation for Swidler regarding the period January 1, 2005 through February 5, 2006.	0.90
03/06/06	R. Wyron	Prepare response to US Trustee inquiry and follow-up with Swidler (.4); convey resolution to US Trustee (.1); outline certificate of counsel (.2).	0.70
03/07/06	R. Barainca	Continue preparing Swidler Eighth Quarterly.	1.50



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03/07/06	D. Fullem	Prepare draft of certification of counsel relating to Swidler's agreed upon fee reduction with the US Trustee and fee auditor and proposed e-mail to Debtors' counsel; forward to R. Wyron for review and comment.	0.80
03/07/06	R. Wyron	Review status of fee applications for Swidler and other FCR professionals (.4); review certificate of counsel with U.S. Trustee (.2).	0.60
03/08/06	R. Barainca	Edit Seventh Quarterly Application for Swidler.	0.90
03/08/06	R. Barainca	Edit Eighth Quarterly Application for Swidler.	0.90
03/08/06	R. Barainca	Determine the monthly and quarterly Applications of Compensation that need to be prepared for David Austern.	1.30
03/08/06	D. Fullem	Review e-mail from R. Barainca regarding fee applications to be prepared for D. Austern; prepare e-mail to D. Austern requesting invoices for the specific time periods so that fee applications may be prepared and submitted.	0.40
03/09/06	R. Barainca	Prepare the Certificate of No Objection for Tillinghast for the December Fee Application and send to C. Hartman for filing.	0.40
03/09/06	R. Barainca	Continue preparing the Seventh Quarterly Fee Application for Swidler.	1.50
03/09/06	R. Barainca	Continue preparing the Eighth Quarterly Fee Application for Swidler.	0.90
03/09/06	D. Fullem	Confer with R. Wyron regarding certification of counsel on agreed upon reduction to Swidler fees; prepare edits to certification and forward to R. Wyron for final review.	0.40
03/09/06	D. Fullem	Review status of Swidler and D. Austern fee applications with R. Barainca.	0.20
03/09/06	R. Wyron	Review final certificate of counsel for D. Klauder (UST) review.	0.20
03/10/06	D. Fullem	Confer with R. Wyron regarding final version of Certification of Counsel on agreed upon fee reduction with US Trustee and Fee Auditor; forward same to C. Hartman to obtain J. Phillips signature and coordinate filing with Court.	0.50
03/13/06	D. Fullem	Confer with R. Barainca regarding D. Austern's invoices and fee applications to be prepared for same.	0.20
03/14/06	D. Fullem	Review records and prepare list of payments received from Debtors since January 1.	0.20
03/14/06	D. Fullem	Confer with R. Barainca regarding questions on D. Austern's fee applications and status of payments.	0.20
03/14/06	D. Fullem	Review e-mail from S. Bossay along with charts regarding Swidler's fees and expenses; forward same to R. Wyron to review and comment prior to responding.	0.20



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03/14/06	D. Fullem	Provide information to R. Wyron regarding date of filing of certification of counsel on fees and expenses as reduced by Swidler.	0.10
03/16/06	D. Fullem	Review and respond to e-mail from S. Bossay regarding Swidler's agreed fee reduction.	0.20
03/16/06	D. Fullem	Review and reply to e-mail from S. Bossay regarding agreed upon fee reduction and provide him with copy of Certification of Counsel.	0.30
03/20/06	R. Barainca	Prepare August 2005 Monthly for D. Austern.	0.80
03/21/06	R. Barainca	Prepare December 2005 Monthly Fee Application for D. Austern.	1.00
03/21/06	R. Barainca	Prepare February 2006 Monthly Fee Application for D. Austern.	0.70
03/21/06	R. Barainca	Update January 2006 Monthly Fee Application for Tillinghast and e-mail to K. Boeger.	0.60
03/21/06	R. Barainca	Prepare September 2005 Monthly Fee Application for D. Austern.	1.00
03/21/06	R. Barainca	Edit August 2005 Monthly Fee Application for D. Austern.	0.20
03/21/06	R. Barainca	Prepare October 2005 Monthly Fee Application for D. Austern.	1.00
03/21/06	R. Barainca	Prepare November 2005 Monthly Fee Application for D. Austern.	1.20
03/21/06	D. Fullem	Confer with R. Barainca regarding checking deadlines for CNOs for fee applications.	0.10
03/23/06	D. Fullem	Review e-mail from R. Malstrom regarding payment made by W.R. Grace; research files and charts to determine what payment represents and prepare e-mail to R. Malstrom setting forth the information.	0.50
03/24/06	R. Barainca	Review December 2005 Fee Application for Swidler and the Certificate of No Objection regarding the same to double check the total fees and expenses requested in response to a request from D. Fullem.	1.00
03/24/06	R. Barainca	Prepare Certification of Counsel for the December 2005 Swidler Monthly.	0.30
03/24/06	D. Fullem	Review and respond to e-mail from R. Malstrom regarding overpayment by client for December fees and expenses and procedure for correcting of fee application on Court docket; confer with R. Barainca regarding follow up with C. Hartman regarding correcting fee application.	0.50
03/24/06	D. Fullem	Review and reply to e-mails and voice-mails from R. Malstrom regarding Grace payment to Swidler and reconciling amounts; confer with R. Malstrom regarding correction to December fees; and confer with R. Barainca regarding issues concerning same.	0.90



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03/24/06	R. Wyron	Review Swidler monthly and quarterly fee applications.	0.40
03/27/06	R. Barainca	Edit Seventh Quarterly Fee Application for Swidler.	0.50
03/27/06	R. Barainca	Edit Eighth Quarterly Fee Application for Swidler.	0.50
03/27/06	R. Barainca	Edit Certification of Counsel regarding December 2005 Swidler Monthly.	0.80
03/27/06	D. Fullem	Confer with R. Barainca regarding follow up on Certification of Counsel to correct December fee application.	0.20
03/28/06	R. Barainca	Meet with R. Wyron to discuss Certifications of Counsel regarding the December 2005 Swidler Fee Application.	0.10
03/28/06	D. Fullem	Confer with R. Barainca regarding status of fee applications for filing.	0.20
03/29/06	R. Barainca	Prepare Sixth Quarterly Interim Application for D. Austern.	1.20
03/29/06	R. Barainca	Prepare Seventh Quarterly Interim Application for D. Austern.	1.30
03/30/06	R. Barainca	Prepare Certificate of No Objection for the Swidler January 1, 2006-February 5, 2006 Monthly and send to C. Hartman for filing.	0.40
03/30/06	R. Barainca	Prepare Certificate of No Objection for the Tillinghast First Quarterly and send to C. Hartman for filing.	0.30
03/30/06	R. Barainca	Prepare Certificate of No Objection for the Tillinghast Second Quarterly and send to C. Hartman for filing.	0.30
03/30/06	R. Barainca	Prepare Certificate of No Objection for the Tillinghast Third Quarterly and send to C. Hartman for filing.	0.30
03/30/06	R. Barainca	Prepare Certificate of No Objection for the Tillinghast Fourth Quarterly and send to C. Hartman for filing.	0.30
03/30/06	R. Barainca	Prepare Certificate of No Objection for the CIBC December 2005 Monthly and send to D. Hartman for filing.	0.40
03/30/06	D. Fullem	Confer with D. Felder regarding Certificate of No Objection for Motion for Leave to Withdraw filed by Swidler; draft same and send to T. Fitch for review/signature; update D. Felder regarding same.	0.50
03/31/06	R. Barainca	Edit Seventh Quarterly Fee Application for Swidler.	0.70
03/31/06	R. Barainca	Edit Eighth Quarterly Fee Application for Swidler.	0.70
03/31/06	D. Fullem	Review and reply to e-mail from C. Hartman regarding CNO; prepare corrected version of Certificate of No Objection for Swidler Motion for Leave to Withdraw; re-send to T. Fitch at Swidler to sign; forward to C. Hartman along with proposed Order on Motion for electronic filing.	0.60

Total Hours 39.90

Total For Services

\$7,182.50



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<u>Timekeeper Summary</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Rachael Barainca	29.80	140.00	4,172.00
Debra Felder	0.10	405.00	40.50
Debra O. Fullem	8.00	210.00	1,680.00
Richard H. Wyron	2.00	645.00	1,290.00
Total All Timekeepers	39.90	\$180.01	\$7,182.50

Total For This Matter

\$7,182.50





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**Matter: 12 - Retention of Professionals - Orrick**

03/01/06	R. Barainca	Review conflicts reports in connection with Application to Employ Orrick.	4.20
03/01/06	D. Felder	Review disclosure information and prepare R. Frankel declaration in connection with application to employ Orrick.	2.50
03/01/06	R. Wyron	Review and revise draft declaration.	0.50
03/02/06	D. Fullem	Confer with R. Barainca regarding status of conflicts review.	0.20
03/02/06	D. Felder	Draft and revise R. Frankel declaration, review interested party list provided by Debtors and disclosure issues (4.1); conference with R. Wyron regarding same (2).	4.30
03/02/06	R. Wyron	Revise disclosures on D. Austern's other engagements (3); review revised declaration (3).	0.60
03/05/06	R. Wyron	Revise draft application to be employed.	0.40
03/06/06	D. Fullem	Confer with R. Barainca regarding conflict list and forward electronic version of conflict list.	0.20
03/06/06	D. Fullem	Research case for Merrill Lynch or Deloitte & Touche involved in case; update R. Wyron with information on Deloitte & Touche employment by the Debtors in the case but nothing found on employment of Merrill Lynch.	0.80
03/06/06	D. Fullem	Forward electronic version of conflict list to R. Barainca.	0.10
03/06/06	D. Felder	Revise R. Frankel declaration in support of application to employ Orrick.	0.40
03/06/06	R. Wyron	Review draft disclosures.	0.50
03/07/06	D. Felder	Revise application to employ Orrick and R. Frankel declaration.	1.50
03/07/06	R. Wyron	Review and revise application to employ Orrick.	0.40
03/09/06	D. Fullem	Confer with D. Felder and R. Wyron; coordinate filing of application to employ Orrick and related documents and notice of appearance of Orrick.	1.00
03/09/06	D. Fullem	Confer with D. Felder and R. Meade regarding signed retention letter to attach as exhibit to Orrick application to employ; locate same; attach to application.	0.30



ORRICK

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03/09/06	D. Fullem	Confer with D. Felder regarding status of Application to Employ Orrick and Notice of Appearance of Orrick; confer with R. Meade regarding D. Austern's signature on application to employ; coordinate with R. Meade regarding filing and serving of documents.	0.60
03/09/06	R. Wyron	Review final application to employ and discuss with D. Austern.	0.30
03/28/06	D. Fullem	Review status of Certification of Counsel with R. Barainca.	0.20

Total Hours 19.00

Total For Services \$6,567.00

<u>Timekeeper Summary</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Rachael Barainca	4.20	140.00	588.00
Debra Felder	8.70	405.00	3,523.50
Debra O. Fullem	3.40	210.00	714.00
Richard H. Wyron	2.70	645.00	1,741.50
Total All Timekeepers	19.00	\$345.63	\$6,567.00

Disbursements

Duplicating Expense 0.60

Postage 2.79

Total Disbursements \$3.39

Total For This Matter \$6,570.39



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For Legal Services Rendered Through March 31, 2006 in Connection With:

**Matter: 15 - Travel Time (Non-Working)**

03/01/06	R. Wyron	Return to DC.	2.00
03/01/06	R. Frankel	Non-working travel.	1.20
03/15/06	R. Wyron	Travel to NY for mediation session.	1.50
03/17/06	R. Wyron	Return to DC from mediation sessions.	1.10
03/17/06	R. Frankel	Travel to DC.	1.30

Total Hours 7.10

Total For Services \$2,389.75

<u>Timekeeper Summary</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Roger Frankel	2.50	362.50	906.25
Richard H. Wyron	4.60	322.50	1,483.50
Total All Timekeepers	7.10	\$336.58	\$2,389.75

**Total For This Matter \$2,389.75**

**\*\*\* COMBINED TOTALS \*\*\***

Total Hours	236.20	
Total Fees, all Matters		\$117,266.25
Total Disbursements, all Matters		\$7,501.32
Total Amount Due		\$124,767.57